

FILED

NOV 12 2019 *mt*

UNITED STATES BANKRUPTCY COURT
SAN FRANCISCO, CA

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA

In re:

Pacific Gas & Electric Corp., *et al.*

Debtors

Chapter 11

Case No. 19-30088 Chapter 11

(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

Name of Transferee

CITIGROUP FINANCIAL PRODUCTS INC.
Phone: (212) 723-6064, (302) 894-6175
Last Four Digits of Acct #: N/A

Name of Transferor

E2 CONSULTING ENGINEERS, INC.
Phone: 510-652-1164
Last Four Digits of Acct #: N/A

Name and Address where notices and payments to transferee should be sent:

Kenneth Keeley
Citigroup Global Markets
388 Greenwich Street, Trading Tower 6th Floor
New York, NY 10013

Claim No: 2930
Case No.: 19-30089

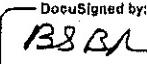
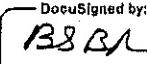
Date Filed: May 7, 2019

Total Amount of Claim: \$ 2,784,567.74
Transferred Amount of Claim: \$ 2,784,567.74

-and-

Brian S. Broyles
Corporate Actions
1615 Brett Road OPS III
New Castle, DE 19720

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

DocuSigned by:
 **Brian S. Broyles - Authorized Signatory**
By: 
Transferee/Transferee's Agent

Date: October 29, 2019

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.
18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court
Northern District of California
Attn: Clerk

AND TO: Pacific Gas and Electric Company ("Debtor")
Case No. 19-30089

E2 CONSULTING ENGINEERS, INC. ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the terms of a Transfer of Claim Agreement dated as of the date hereof, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to:

CITIGROUP FINANCIAL PRODUCTS INC.
1615 Brett Road
New Castle, DE 19720

its successors and assigns ("Buyer"), all right, title and interest in and to the claims of Seller against the Debtor, docketed as Claim No. 2930 (the "Claim") in the United States Bankruptcy Court for the Northern District of California.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the U.S. Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring to Buyer the Claim and recognizing the Buyer as the sole owner and holder of the Claim.

Buyer does not assume and shall not be responsible for any obligations or liabilities of Seller related to or in connection with the Claim or the Bankruptcy Case. You are hereby directed to make all future payments and distributions free and clear of all setoffs and deductions, and to give all notices and other communications, in respect of the Claim to Buyer.

[Signature Page Follows]

IN WITNESS WHEREOF, Seller and Buyer have executed this Evidence of Transfer of Claim as of October 29, 2019.

E2 CONSULTING ENGINEERS, INC.

By: 
Name: Shalu Saluja
Title: General Counsel

CITIGROUP FINANCIAL PRODUCTS INC.

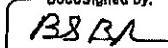
By: _____
Name:
Title:

IN WITNESS WHEREOF, Seller and Buyer have executed this Evidence of Transfer of Claim as of October 29, 2019.

E2 CONSULTING ENGINEERS, INC.

By: _____
Name:
Title:

CITIGROUP FINANCIAL PRODUCTS INC.

DocuSigned by:

By: _____
Name: Brian S. Broyles - Authorized Signatory
Title: _____